FORM PTO-1594 / / /	06-07	'-2000	U.S. DEPARTMENT OF COMMERCE
(1)1.02			Patent and Trademark Office
735 Sures 000 V Y / //		Anna (BE)	∀∀
To the Honombie Commissioner of Pat	10134	3944	i onginal documents or copy thereof.
1. Name of conveying party(ies):		1	s of receiving party(ies);
Winners International Res Franchise Services, Inc.	staurants	Name: Heller I	Financial Leasing, Inc.
6045 Barfield Road, N.E. Atlanta, GA 30328		Internal Address:	
[] (adjustuation)	Association	Street Address: 500) West Monroe Street
General Partnership George Partnership Delaware	Limited Partnership	· -	State IL ZIP60661
Other	uached? [Yes KINo	U Association	izenship
3. Nature of conveyance:		☐ Ceneral Partners	shipship
☐ Assignment ☐ Merge	•		ne Delaware
Security Agreement Chang	e of Name	If assignee is not domicited	in the United States, a domestic representative
Execution Date: December 29,	1999		arase document from Assignments
		Additional name(s) & a	address(es) attached? Yes XNO
4. Application number(s) or registration	number(s);	(See attach	ned Schedules)
A. Trademark Application No.	s)	B. Trademark registr	
	Additional numbers	attached? KX Yes	7,6 □No
C. Normand address of the second state of			
5. Name and address of party to whom concerning document should be mail		u. Local number of a	pplications and registrations involved:
Name: Pamela Allen	_		
Internal Address: King & Spal	ding	7. Total fee (37 CFR	3.41): 5 1.075.00
			120.00 expedited fee
1			o be charged to deposit account
Sureet Address: 191 Peachtre	e Street		
City: Atlanta State:	GA ZIP . 30303		110980 add'l fees
City: State:			of this page if paying by deposit account)
	DO NOT USE 1	HIS SPACE	
9. Statement and signature.			· · · · · · · · · · · · · · · · · · ·
To the best of my knowledge and believed	f, the foregoing informat	ion is true and correct	and any attached copy is a true copy
of the original document. Pamela A. Allen	Paul.	1 016.	3/11/00
Name of Person Signing	_ +/	Signature	Date
		Total number of	pages comprising cover sheet: 33
OMB No. 0651-0011 (cxp. 4/94)			
	Do not detach	this portion	
Mail documents to be recorded with n	equired cover sheet infon	mation to:	•
DCDATES 00000223 110980 1283776	Cummissioner of Pater		
40.00 OP	Box Assig	nments	
925.00 pp 10.90 the burdelloreporting for	Washington,		an about 10 minutes and
The second of th	during title tot leviewith	i inc gocument ann pa	inering ine dala needed.
and completing and reviewing to the U.S. Patent and Trader	nark Office, Office of In	formation Systems, P.	K2-1000C Washington.
O.C. 20231, and to the Office Washington, D.C. 20503	of Management and Budg	ct. Paperwork Reducti	on Project. (0651-0011).

REEL: 002052 FRAME: 0403

SCHEDULE 1

TRADEMARK NAME	REGISTRATION/ APPLICATION NO.	REGISTRATION/ FILING DATE
BECAUSE YOU'VE GOT A TASTE	1,283,776	6/26/84
FOR HOMEMADE	1,200,	9,20,0.
BIGGER, BETTER, CHEAPER	1,831,476	4/19/94
CHICKEN	1,000	
FOOD WITHIN ARM'S REACH	75/493889	6/1/98
FOOD WITHIN YOUR REACH	75/494214	6/1/98
GOOD COOKING IN NO TIME	1,516,016	12/6/88
MRS. WINNER'S SOUTHERN CAFÉ	1,499,998	8/9/88
& Design		
MRS. WINNER'S	1,172,464	10/6/81
MRS. WINNER'S	1,174,630	10/20/81
MRS. WINNER'S (Stylized)	1,170,697	9/22/81
MRS. WINNER'S (Stylized)	1,170,698	9/22/81
MRS. WINNER'S (Stylized)	1,183,130	12/22/81
MRS. WINNER'S (Stylized)	1,346,513	7/2/85
MRS. WINNER'S CATERING	1,305,501	11/13/84
(Stylized)	<u> </u>	
MRS. WINNER'S SOUTHERN	1,498,821	8/2/88
STYLE		
MRS. WINNER'S SUPER	1,689,191	5/26/92
CINNAMON SWIRL (Stylized)		
MRS. WINNER'S SUPER	1,348,378	7/9/85
CINNAMON SWIRLS		
MRS. WINNERS (Stylized)	1,183,129	12/22/81
SHE'S REALLY COOKIN' NOW	2,160,835	12/26/98
SOUTHERN ORIGINALS	1,515,605	12/6/88
SUPER CINNAMON SWIRLS	1,358,659	9/3/85
(Stylized)		
TEABIRD	1,797,192	10/5/93
THE 1 ST CHOICE FOR FRIED	2003,970	10/1/96
CHICKEN		
THE FIRST CHOICE FOR FRIED	2,003,969	10/1/96
CHICKEN		
THE FIRST CHOICE FOR FRIED	1,974,739	5/21/96
CHICKEN		
THE TASTE THAT'S WINNING	1,367,166	10/22/85
OVER AMERICA		
WINNER'S	2,246,319	5/18/99
WINNER'S CORPORATION &	1,298,195	9/25/84
Design		

Atlanta-1677691 v1

WINNER'S INTERNATIONAL	75/621233	1/14/99	
WINNER'S ROTISSERIE	2,002,350	9/24/96	
WINNER'S SPINNERS	1,978,796	6/4/96	
WINNING OPPORTUNITIES	75/474566	4/27/98	
WORLDWIDE			

SCHEDULE 2

TRADEMARK NAME	REGISTRATION/ APPLICATION NO.	REGISTRATION/ FILING DATE
Building Design	1,345,232	6/25/85
CRISPY PLUS	1,690,361	6/2/92
FAMOUS RECIPE	974,710	12/11/73
FAMOUS RECIPE	1,013,215	6/10/75
GOLDEN HERB	1,941,590	12/12/95
LEE'S FAMOUS RECIPE	1,311,285	12/25/84
SO GOOD IT'S GOT TO BE LEE'S	1,933,845	11/7/95

Atlanta-1677798 v1

COLLATERAL ASSIGNMENT AND TRADEMARK SECURITY AGREEMENT

THIS COLLATERAL ASSIGNMENT AND TRADEMARK SECURITY AGREEMENT (this "Agreement"), made as of December 1, 1999, by the undersigned ("Grantor"), in favor of HELLER FINANCIAL LEASING, INC., a Delaware corporation ("Lender").

WITNESSETH THAT:

WHEREAS, Grantor owns and uses certain trademarks which are registered in the United States Patent and Trademark Office and other trademarks for which applications to register are pending in the United States Patent and Trademark Office, all as more fully described on Exhibit "A" attached hereto and by reference made part hereof (hereinafter, together with all rights, benefits and privileges derived therefrom, the goodwill of the business symbolized thereby, all registrations thereof, all reissues, divisions, continuations, renewals and extensions thereof, and all proceeds of the foregoing, called the "Trademark Rights"); and

WHEREAS, Grantor and its affiliates, Winners International Restaurants, Inc. and Winners International Restaurants Company Operations, Inc. (collectively with Grantor, hereinafter referred to as "Borrowers") have requested that Lender make two term loans to Borrowers in the aggregate principal amount of Twenty-Three Million Three Hundred Fifteen Thousand Dollars (\$23.315,000) (collectively, the "Loans"); and

WHEREAS, in connection therewith, Borrowers and Lender have entered into a certain Master Security Agreement, dated as of even date herewith (herein, as it may be supplemented, amended or modified from time to time, called the "Security Agreement"; capitalized terms used herein, but not expressly defined herein, shall have the meanings given to such terms in the Security Agreement), and this Agreement is being executed in supplementation thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby grants to Lender a security interest in. and makes to Lender a collateral assignment of, the entire right, title, and interest of Grantor in and to the Trademark Rights. The Trademark Rights shall serve as collateral security for the payment of all Indebtedness, shall constitute a part of the Collateral, and shall be subject to all of the terms and conditions of the Security Agreement.

Notwithstanding the foregoing, unless and until Lender exercises the rights and remedies accorded to it under the Security Agreement and by law with respect to the realization upon its security interest in and collateral assignment of the Trademark Rights, at any time when an Event of Default has occurred and is continuing, after notifying Grantor of its intention to do so, Grantor shall own, and may use and enjoy the Trademark Rights in connection with its business operations, but only in a manner consistent with the preservation of their current substance, validity, registration and the security interest herein granted.

Atlanta-1592839 v3

Grantor further agrees (a) that Lender shall not have any obligation or responsibility to protect or defend the Trademark Rights and Grantor shall at its own expense protect, defend and maintain the same to the extent advisable for its business, (b) that it shall forthwith advise Lender in writing of infringements of the Trademark Rights detected by it and (c) that if Grantor fails to comply with the requirements of the preceding clause (a), Lender may do so in Grantor's name or in Lender's name but at Grantor's expense, and Grantor hereby agrees to reimburse Lender for all reasonable expenses, including reasonable attorneys' fees, incurred by Lender in protecting, defending and maintaining the Trademark Rights owned by Grantor.

The security interest in and collateral assignment of the Trademark Rights granted hereunder shall remain in full force and effect until the payment and satisfaction in full of the Indebtedness. At such time Lender shall, if requested by Grantor, execute and deliver to Grantor, or to a third party upon Grantor's instructions, for filing with the United States Patent and Trademark Office and in each office in which any financing statement relative to the security interest granted hereby may have been filed, (i) documentation in accordance with the rules and regulations of said office, (ii) termination statements under the Uniform Commercial Code and (iii) any other documentation reasonably requested by Grantor, all as may be necessary to release Lender's interest in the Trademark Rights, all at the cost and expense of Grantor.

This Agreement shall inure to the benefit of Lender and its successors and assigns and bind Grantor and its successors and assigns.

IN WITNESS WHEREOF, Grantor has caused this Agreement to be executed by its officers thereunto duly authorized as of the date first above written.

"GRANTOR"

WINNERS INTERNATIONAL RESTAURANTS FRANCHISE SERVICES, INC.

Name: Daniel E. Coleman

Title: President

Name: Francisco De Jesus

Title: Secretary

On this December, 1999, before me appeared the person(s) who signed the within and foregoing Collateral Assignment and Trademark Security Agreement in his (their) capacity(ies) as a (the) representative(s) having the title(s) inscribed above of Winners International Restaurants Franchise Services, Inc. a Delaware corporation, who acknowledged that he (they) signed same as his (their) free act(s) for and on behalf of the identified company with authority to do so

Notary Mublic

-3-

EXHIBIT A

(to Collateral Assignment of Trademarks)

<u>List of Trademarks</u>

See Attached

8/2000

THADEMARK LIST

Country: United Stales		CRISPY PLUS	Remarks:	Goods: ==	Classes: [8] 90	Country: Canada		CHISPY PLUS	Remarks:	Goods: Restaurant Services	Classes: IN 42	Country: United States		Building Design	PRADEMARK NAME
Gwner: Lee's	18277 190520					Owner: Lee's Famous Recipe,	19277 190346			Services in Class 42		Owner; Lee's	18277 190526		MATTER CLIENT NUMBER
Famous Recipe, Inc.						ecipe, Inc.						Famous Recipe, inc.			ATTORNEYS
	Registered						Registered						Registered		STATUS
5/6/1991	74/163710					5/15/1992	704898					2/16/1984	465541		APPLICATION NUMBER/FILING
2661 / 2 / 9	1690361					8/27/1993	416077					6/25/1985	1345232		REGISTRATION NUMBER/DATE
	6/2/2002						0/27/200E						€/25/2005		RENEWAL. DATE
															FIRST USE
												TF	RAE	DEMAF	RK

Remarks:

Goods:

Fried Chicken for substitution on and off the premises in Class 29

TRADEMARK LIST

Country: Whited States Owner: Lee's Famous Recipe, Inc. 12/20/1972 6/10/1975 Classes: IN 29 IN 30 Goods: -Fried Chicken [Yish and Shrimp Direcra, Foils and Salad] -501d therewith, for consumption off the premises Remarks:	18277 190521 Registered 72/446403 974710 12/1	NATTER NUMBER AUTORNEYS STATUS NUMBER/FILING NUMBER/DATE DATE
	974710 12/11/2003	REGISTRATION NUMBER/DATE

Remarks:

Goods:

Fried Chicken for consumption on and off the premises

Country: Canada	LEE'S FAMOUS RECIPE	remarks.	Goods: -All goods i	Classes: IN 42	Country: Bahamas		TEE'S EAMOUS RECIPE	Remarks:	Goods:	Classes: IN 00	Country: Canada		TEE'S	TEADEMANK NAME
Owner: Iee's Famous Recipe, inc.	18277 190544		quods included in class 42		Owner: Lee's Famous Recipe, Iuc.	16277 150548					Cwner: Lee's Famous Recipe, Inc.	16277 190545		MATTER CLIENT NUMBER ATTORNEYS
1/20/1989	Registered 62369i					Registered					10/12/1990	Registered 660168		APPLICATION NUMBER/FILING
2/2/1990	365050				9/18/1992	15464					11/29/1991	00016		REGISTRATION NUMBER/DATE
	2/2/2005					9/18/2006						0007/57/11	17/20/2005	RENEWAL FIRST USE DATE DATE
	up i										_	ъΛ	DEMAR	

38 cd 60 cd

Remarks:

Classes: IN

00

TRADEMARK REEL: 002052 FRAME: 0413

1/18/2000

TRADEMARK LIST

TRADEMARK LIST

TRADEMARK NAME	CLIENT	MATTER NUMBZR	ATTORNEYS	STATUS	APPLICATION NUMBER/FILING	REGISTRATION NUMBER/DATE	REMEWAL DATE	FIRST USE DATE
LEE'S FAMOUS RECIPE	-							
Country: Mesico	18277 Owner: L	190542 Lee's Famous Re	Recipe, Inc.	Registered		424836 7/7/1992	7/7/2002	
Classes: IN 42								
Goods: Restaurant Services	•							
Remarks:								
LEE'S FAMOUS RECIPE								
	16277	190541		Registered		1311285	12/25/2004	
Country: Duerto Rica	Cwner: l	Lee's Famous Re	Recipe, Inc			12/25/1984		
Classes: IN 42								
Goods: ***Fried chicken, for consumption on or[off] the "bisquits, spices and sauces, except, cranhers)eauce, for consumption on or[off] the premises services.	or consumpti and sauces, and rauces	on on or[off] the premises	<pre>ff the premises; premises; and apple premises; restaurant</pre>	anc.				
Remarks:								
TER'S FAMOUS RECLPE								
	18277	190524		Registered	1 465982	1311285	12/25/2004	
Country: United States	Cwner: 1	Lee's Tamous Recipe,	ecipe, Inc.		2/16/1984	12/25/1984		
Classes: IN 29 IN 30 IN	42							
Goods: Fried Chicken, for consumption Class 29. Biscuits, spices and apple sauce, for consumption or Class 30.	n, for consumption on o scuits, spices and saud for consumption on or	on or of sauces, ror off	consumption on or off the premises in spices and sauces, except, cranberry and misumption on or off the premises, in	y and				

Remarks:

TRADEMAKK NAME 1/18/2000 Goods: Country: United States SO GOOD IT'S GOT TO BE LEE'S Classes: IN Remarks: Country: Cauada WINGETTES Restaurant Services in Class 42 42 CLIENT Owner: Lee's Famous Recipe, Inc. 18277 Owner: Lee's Famous Recipe, Inc. 18277 MATTER NUMBER 190527 190543 ATTORNEYS STATUS Registered 74/452804 Registered NUMBER/FILING APPLICATION 704897 11/1/1993 5/15/1992 NUMBER/DATE REGISTRATION 1/7/1994 1933845 11/7/1995 4219(1) RENEWAL DATE 11/7/2005 1/7/2009 DATE FIRST USE

Classes: IN 00

Syl stue

Goods:

TRADEMARK REEL: 002052 FRAME: 0415

TRADEMARK LIST

Attachment No Z

Famous Recipe, Chicken Proprietary Formulations Schedule 1.1 (i)

The following items are product formulations which are proprietary to Lee's Famous Recipe brand:

Famous Recipe seasoning Crispy marinade (#1) Spicy Crispy Marinade (#2) Hot & Spicy Marinade (#3) Herb Roast Seasoning Famous Recipe Heat Curve (this is a process, not a product) Buffalo wing sauce Chicken pot pie filling Grilled filet seasoning Famous Chicken filet marinade and breading Rice seasoning Buttermilk biscuit Homestyle Brown Gravy Coleslaw Dressing White Country Gravy Broccoli pasta salad seasoning Baked Bean seasoning Potato wedge seasoning Herb Roast marinade

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Wednesday, July 28, 1999	Trademark List	:				Page: 1	
Trademark Name	Matter Client Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
A NEW SPIN ON CHICKEN	į						
	18277 178812	JEW	Lapsed	74/232292	1731378	10-Nov-2002 15-Oct-1991	15-Oct-1991
Country United States of America	Owner: Mrs. Winner's, L.P.				10-Nov-1992		
Classes: Intil 29; 42			Remarks:	D/S to all	D/S to client 11/13/97; client instructions to allow registration to lapse 01/23/98	zions 8	
	to attitude to be comed whole	, O.					
in halves and quarters for consumption on or off the premises	DOCKORY OF CHARLES	•					
(Int'l 29); restaurant services (Int'l 42)	te chickens to be served whom imption on or off the premises n(1 42)	-					
(Int/129); restamant services (Int/1	inption on or off the premises at 142) R HOMEMADE						
(Int'l 29); restaurant services (Inservices (Inservice	inption on or off the premises at 1 42) R HOMEMADE 18277 178813	JEW	Registered	xd 425841	1283776	26-Jun-2004 09-Jan-1983	09-Jan-198
(Int'l 29); restaurant services (Int'l 29); restaurant service	the chickens to be served whole imption on or off the premises at 142) R. HOMEMADE 18277 178813 Owner. Mrs. Winner's, L.P.		Registen		1283776 26-Jun-1984	26-Jun-200-1	09-Jan-198
(Int'l 29); restaurant services (Int'l 42) BECAUSE YOU'VE GOT A TASTE FOR HOMEMADE 18277 Country: United States of America Owner Mrs. Classes: Int'l 42	the chickens to be seaved whome imption on or off the premises at 142) HOMEMADE 18277 178813 Owner Mrs. Winner's, L.F.		Registero		1283776 26-Jun-1984	26-Jun-2004	09-Jan-198
(Int'l 29); restaurant services (Int'l 29); restaurant services (Int'l 29); restaurant services (Int'l 42); restaurant services	the chickens to be scaved whome inpution on or off the premises at 142) HOMEMADE 18277 178813 Owner Mrs. Winner's, L.F.		Registere Remarks		1283776 26-Jun-1984	26-Jun-2004	09-Jan-198
(Ini'l 29); restaurant services (Int'l BECAUSE YOU'VE GOT A TASTE FOR I Country: United States of America (Classes: Int'l 42) Goods: Fastfood restaurant services	the chickens to be seaved whome in the premises at 142) HOMEMADE 18277 178813 Owner Mrs. Winner's, L.F.		Registen Remarks		1283776 26-Jun-1984	26-Jun-2004	09-Jan-198

Country: United States of America Classes: Int'l 29

Owner. Mrs. Winner's, L.P.

Remarks

19-Apr-1994

Goods: Prepared chicken for consumption on and off the premises

Classes: Int'l 42

Country: United States of America

Owner: Mrs. Winner's, L.P.

18277

178816

JEW

Registered

721057

1516016

06-Dcc-2008 29-Feb-1988

06-Dec-1988

Remarks: 8 & 15 Declaration filed 8/23/94,

accepted

GOOD COOKING IN NO TIME

Wednesday, July 28, 1999	Trademark List	irk List					•	4
	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
				and decreased in the Section 1				
FOOD WITHIN ARM'S REACH	- Carrier and Carr							
	18277	178852	ŒW	Published	75/493889			
Country Hailed Clater of America	Owner Mrs. Winner's, L.P.	Vinner's, L.P.			01-Jun-1998			
Classes: 42				Remarks:	Response to office	Remarks: Response to office action due 7/14/99;	. 7	
Goods: Restaurant services.								
FOOD WITHIIN YOUR REACH					75/40/1714		:	!
Third Clairs of America	18277 178853 Owner: Mrs. Winner's, L.P.	178853 Winner's, L.P.	ŒW	Published	/3/494214 01-Jun-1998			
Classes: 42				Remarks:	Drafted, mailed to PTO 6/1, status check - final review of the published for opposition	Remarks: Drafted; mailed to PTO 6/1/98; 5/19/99 - status check - final review completed, will be published for opposition.	/99 - 4, will	
Goods. Restaurant services.								

JUL	2 9	199	11	:	Z JAN

Country: United States of America	(1900): RENAUTAIN STATES	Country: United States of America	HOMEMADE GOOD	Goods: Restaurant services	Country: United States of America Classes: Int'l 42	HOLD ON TO YOUR BISCUIT	Wednesday, July 28, 1999 Trademark Name	
18277 174925 Owner: Mrs. Winner's, L.P.		Owner: Mrs. Winner's, L.P.	18277		Owner Mrs Winner's, L.P.	18277 9	Trademark List Matter Client Numbe	
174925 mer's, L P		ner's, L.P.	174923		ler's, L.P.	95860-006	k List Matter Number	
JEW			JEW			JEW	Attorneys	
Searched	3		Searched		Remarks:	ABANL	Status	
æ			8		s: CANCELLED	ABANDON 504529	Application Number/Filing	
					04-Jup-1985	1339724	Registration Number/Date	
	· ·					04-Jun-2005	Page: 3 Renewal Date	
						04-Jun-2005 24-Sep-1984	First Use	

Goods: Restaurant services.

Country: United States of America Classes: Int'l 42		MRS WINNER'S SOUTHERN CAFF, & Design
Owner: MRX withingray to a	Jacob I D	1788)5 EW
Remarks: 8 & 15 Declaration filed 6/24/94	09-Aug-1988	Registered 691473 1499998 08-Sep-2008 01-Sep-1987

Goods Restaurant services

TRADEMARK REEL: 002052 FRAME: 0420

Registration

Renewal First Use

Number/Date Date

Date

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		JUL 28 199 11:24
MRS WINNER'S (Stylized)	MRS. WINNER'S Country: United States of America Classes: Int'l 42 Goods: Restaurant services	Wednesday, July 28, 1999 Matter Trademark Name Country: United States of America Classes: Intl 29, 30 Classes: Intl 29, 30 Goods: Fried chicken, cole slaw, processed corn on the cob, jalapeno peppers, fried putfed potatocs and chicken and dumplings, al consumption on or off the premises (Intl 29); chicken sandwiches and ice cream, both for consumption on or off the premises (Intl 29); chicken
18277 178819 Owner Mrs. Winner's, L.P.	18277 178818 Owner Mrs. Winner's, L.P	Matter Willer's United States of America Perpers, fried puffed polatoes and chicken and dumplings, all for consumption on or off the premises (Int'l 29); chicken sandwiches and ice cream, both for consumption on or off the premises (premise consumption on or off the premises).
) JEW	JEW	Attorneys JEW II for
Registere	Registered Remarks	Status P Registered Remarks
d 245345	243336	Application Number/Filing 243363
1170697 22-Scp-1981	1174630 20-Oct-1981	Registration Number/Date 1172464 06-Oct-1981
	20-Oct-2001	Page: \$ Renewal First Use Date Date 06-Oct-2001 13-Oct-1979
22-Sep-2001 13-Oct-1979	13-Oct-1979	First Use Date 13-Oct-1979

Country: United States of America Classes: Intl 42

Owner: Mrs. Winner's, L.P.

Remarks.

Goods: Restaurant services

Wednesday, July 28, 1999	Trademark List Matter Client Number	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Page: 6 Renewal I Date I	First Use Date
Trademark Name				i - - -	1,000			
MRS, WINNER'S (Stylized)				3	1	1170698	77. Sen 7001 13-Oct-1979	17-00-1979
Country: United States of America	18277 178820 Owner: Mrs. Winner's, L.P.	178820 Winner's, L.P	W	Registered Remarks:	2 0000	98.1	5	
Classes: Int'l 42				NCIMAINS.				
Goods: Restaurant services								
MRS. WINNER'S (Stylized)	18277	178822	JEW	Registered	245350	1183130	22-Dec-2001	22-Dec-2001 13-Oct-1979
Country: United States of America	Owner: Mrs. Winner's, L.P.	Winner's, L.P.				22-Dec-1981		
Classes: Int'l 29				Remarks:				
Goods: Fried chicken, cole slaw, processed corn on the cob, jalapeno peppers, fried puffed polatoes and chicken and dumplings, all for consumption on or off the premises (Int'l 29), chicken sandwiches and ice cream, both for consumption on or off the premise	cessed corn on the and chicken	cob, jalapeno dumplings, all hicken m on or off the	Ígr					
premise								

MRS. WINNER'S SOUTHERN STYLE 18277 178826 Country: United States of America Owner. Mrs. Winner's, L.P. Classes: Int'l 29, 42 Goods: Cooked chicken for consumption on and off the premises (Int'l 42) 29); Restaurant services (Int'l 42)	MRS. WINNER'S CATERING (Stylized) Country: United States of America Classes: Int'l 42 Goods: Food catering services	MRS. WINNER'S (Stylized) Country: United States of America Classes: Ini'l 29 Goods: Prepared dinners consisting of fried chicken and biscuits for consumption on or off the premises	Wednesday, July 28, 1999
18277 178826 Owner: Mrs. Winner's, L.P. tion on and off the premises (Int'	18277 178824 Owner Mrs. Winner's, L.P.	Client Number 18277 178823 Owner: Mrs. Winner's, L.P. fried chicken and biscuits for iscs	Trademark List
JEW	JEW	Attorneys JEW	
Registered Remarks	Registered Remarks:	Registered Remarks:	
678628 8 & 15 Declarati	455782	455781	Application
78628 1498821 02-Aug-1988 15 Declaration filed 6/24/94	1305501 13-Nov-1984		Registration
ì	13-Nov-2(X)	02-Jul-2005	Page: Renewal
02-Aug-2008 25-May-1987	13-Nov-21034 19-May-1983	19-May-1987	First Use

Wednesday, July 28, 1999	Trademark List	rk List				·	Page: 🔗	
Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	Pirst Use Date
MRS. WINNER'S SUPER CINNAMON SWIRL (Stylized)	SWIRL (Stylized)						76 M 1001	nk Aur 10kg
	18277 178827	178827 /inner's L.P.	JEW	Registered	J 74/103019	1689191 26-May-1992	20-May-2002	20-May-2002 00-Aug-1787
Classes: Int'l 30	CANCE. 1925			Remarks: Section	Section 8 accepted 2/2/98	3 2/2/98.		
Goods: Cinnamon rolls								
MRS. WINNER'S SUPER CINNAMON SWIRLS	SWIRLS	1				1349770	2005	no lul pons 71-Amr-1984
O Instant Clater of America	18277 178828 Owner: Mrs. Winner's, L.P.	178828 Winner's, L.P.	JEW	Kegisteron	71 49201J	09-Jul-1985	,	-
Classes. Int'l 30				Remarks	· ·			
Goods: Cinnamon rolls								
MRS. WINNERS (Stylized)						1183170	27-1)ec-200	22-1)ec-2001 13-Oct-1979
	18277	178821	JEW	кедімеге й	60 Z4JJ44	22-Dec-1981	t :	
Country: United States of America Classes: Int'l 29, 30	Owner Mrs. Wither's, t. F	Withler's, L.F		Remarks:	S;			
Goods: Fried chicken, cole slaw, processed corn on the cob, jalapeno peppers, fried pulled polatoes and chicken and dumplings, all for consumption on or off the premises (In/1 29), chicken	occssed corn on the es and chicken and remises (Ini'l 29); or remises (Ini'l 29); or	cob, jalapeno dumplings, all hicken	for					

sandwiches and ice cream, both for consumption on or off the

SHE'S REALLY COOKIN' NOW Country: United States of America Classes: 42	Wednesday, July 28, 1999 Trademark Name
18277 178848 Owner Mrs. Winner's L.P.	Trademark List Matter Client Number
JEW R	Attorneys Status
Registered 75/084960 2160835 08-Apr-1996 26-May-1998 Remarks: Application mailed to client 3/12/5 application mailed to PTO 4/2/96; application to File S/U mailed to PTO 5/28 Statement of Use accepted 4/18/98 REGISTERED:	Application Number/Filing
75/084960 2160815 26-May-1998 08-Apr-1996 26-May-1998 Application mailed to client 3/12/96, application mailed to PTO 4/2/96, application mailed to PTO 4/2/96, published 11/12/96. Request for Extension of Time to File S/U mailed to PTO 7/28/97, Statement of Use accepted 4/18/98, REGISTERED.	Registration Number/Date
26-May-2008 5, dension 7/28/97,	Page: 14 9 Renewal First Use Date Date

TRADEMARK REEL: 002052 FRAME: 0425

JUL 28 '99 11:24AM

99 Wednesday, July 28, 1999 Trademark Name Trademark List Client Matter Number Attorneys Status Number/Filing Application Registration Number/Date Date Renewal First Use Page: MIO

Remarks: 8 & 15 Declaration filed 6/24/94, accepted 06-Dcc-1988 SOUTHERN ORIGINALS

Country: United States of America

Owner: Mrs. Winner's, L.P.

18277

178831

H

Registered

709379

1515605

06-Dec-2008 05-Oct-1987

Classes: Int'l 29

Goods: Entrees consisting primarily of meat, scafood or poultry, with side portions of vegelables, polatocs, bread or rice, for consumption on or off the premises

> TRADEMARK **REEL: 002052 FRAME: 0426**

Date

	1	11.11.11.11.11						
Wednesday, July 28, 1999	Trademark List	rk List					Page: 13	<u>=</u>
Trademark Name	Clicat	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
SOUTHERN TO THE BONE								
	18277	178847	JEW	ABAND	ABANDON 75/096053			07-Apr-1997
Country: United States of America	Owner Winners Franchise Services, L	rs Franchise S	ervices, L		29-Apr-1996			
Classès: 42				Remarks	Remarks: Full Trademark Search requested; search report couriered to Ms. Barton on 2/16/96; app drafted and mailed to Ms. Barton 3/22/96; app mailed to PTO 4/26/96; PTO filing date 4/26/96; Office Action mailed 9/16/96; Response due 3/16/97; Response via phone 10/1/96; published 12/24/96; Notice of Allowance mailed 3/18/97; Statement of Use/1st Ext due 9/18/97; Statement of Use mailed 4/24/97; Statement of Use mailed 4/24/97; Specimens were not accepted. Client has decided to abandon application per 5/27/9 telephone message from Pam Cox.	Full Trademark Search respected; search report couriered to Ms. Barton on 2/16/96; app drafted and mailed to Ms. Barton 3/22/96; app mailed to PTO 4/26/96; PTO filing date 4/26/96; Office Action mailed 9/16/96; Response due 3/16/97; Response via phone 10/1/96; published 12/24/96; Notice of Allowance mailed 3/18/97; Statement of Use/1st Ext due 9/18/97; Statement of Use mailed 4/24/97; Statemen	PTO PTO PTO PTO Name on Section 16, 16, 17, 198	

Wednesday, July 28, 1999	Trademark List	List			: :		Page: W/2	#12 Virat 110
Trademark Name	Client	Matter	Attorneys	Status	Application Number/Filing	Registration Number/Date	Henewal Date	Date
SPINNER'S ROTISSERIE & Design		!						01-May-1994
	18277	95860-022	JEW	NOGNAGA				V I-(vidy-1
Country: United States of America Classes: Int'l 29	Owner: Mrs. Winner's, L.P.	ner's, L.P.		Remarks	03-Mar-1995 App. mailed to P app abandoned po 3/26/96	03-Mar-1995 App. mailed to PTO 2/28/95; filed 3/03/95; app abandoned per client's instructions on 3/26/96	18 on	
Goods: Cooked chicken for consumption on and off the premises	ion on and off the pre	•						
SUPER CINNAMON SWIRLS (Stylized)	,	IIISCS						
Country: United States of America Classes: Int'l 30		178832	JEW	Registered	d 482612	1358659	03-Scp-200	5 23-Apr-1
Goods: Cinnamon rolls	0, 18277 178832 Owner Mrs. Winner's, L.P.	178832	JEW	Registero: Remarks	1	1358659 03-Sep-1985	03-Scp-200	03-Sep-2005 23-Apr-1984
		178832 nner's, 1. P.	JEW	Registerc Remarks		1358659 03-Sep-1985	03-Scp-200	5 23-Apr-19
	·	178832 nner's, 1. P.	JEW	Registerc Remarks		1358659 03-Sep-1985	03-Scp-200	5 23-Apr-1
TEABURO	· ·	178832 178833		Registered Remarks:		1358659 03-Sep-1985 1797192 05-Oct-1993	03-Sep-200	03-Scp-2005 23-Apr-1984

	.		,	:			:	3
Wadnesday July 28 1999	Trademark List	rk List	į				Page: 14 V	7.5
	Client	Matter	Attorne	Status	Application Number/Filing	Registration Rene Number/Date Date	Renewal Date	First Use Date
Trademark Name	Chem	L. ORIGINAL	Attorneys			- Linear C	!	
TENDER NIJGGETS								
	18277	178834	JEW	Cancelled	537870	1198155]7-Jun-Z006	17-Jun-2006 25-Feb-1985
Country: United States of America	Owner: Mrs. Winner's, L.P.	Vianer's, L.P				17-Jun-1986		
Classes: Int'l 29				Remarks	Remarks: CANCELLED			
Goods: Chanks for formed mixture of 50% white and 50% dark chicken	of 50% white and 50	% dark chicke	11					
for consumption on and off the premises	lic premises							
THE IST CHOICE FOR CHICKEN						-		37 7 130
	18277	178835	JEW	ABAND	ABANDON 74/618049			2)-hcp-1994
The state of America	Owner: Mrs. Winner's L.P.	Winner's L.P.			()5-Jan-1995			

Country: United States of America

Owner: Mrs. Winner's, L.P.

Remarks: App mailed to PTO 1/04/95; filed 1/05/95

MAILED TO pio 12/4/95: REG. ISSUED

REQUEST FOR WITHDRAWAL

DESPITE REQ WITHDRAWAL,

ABANDONED.

Classes: Intl 29, 30, 32, 42

Goods: Prepared chicken for consumption on and off the premises (Int'l

29), Coffee and tea for consumption on and off the premises (Int'l 30); Soft drinks for consumption on and off the premises (Int'l

32); Restaurant services (Int'l 42)

Wednesday July 28, 1999	Tradem	Trademark List					Page: 16 14	714
7	Client	Matter	Attarness	Status	Application Number/Filing	Registration Rene Number/Date Date	W 31	First Use Date
(i) I SHEIDS M MANNE								,
N THE IST CHOICE FOR FRIED CHICKEN	Z							
	18277	178837	JEW	Registered	d 74/629080	2(Ю3970	01-Oct-2006 01-Dec-1994	01-Dec-19
Country: United States of America	Owner: Mrs. Winner's, L.P.	Winner's, L.P.			02-Feb-1995	01-Oct-1996		
Classes: Int'l 29; 30; 32, 42								
Goods: Prepared chicken for consumption on and off the premises (1nt'l 29); Coffee and tea for consumption on and off the premises (1nt'l 30); Soft drinks for consumption on and off the premises (1nt'l 32); Restaurant services (1nt'l 42)	ion on and off the ption on and off the miption on and of Int I 42)	e premises (Int' the premises If the premises						

Page: 16 14

THE FIRST CHOICE FOR CHICKEN Trademark Name Wednesday, July 28, 1999 Country: United States of America Classes: Int'l 29, 30, 32, 42 Owner: Mrs. Winner's, L.P. Trademark List Client 178836 Number Matter Attorneys Status Cancelled Remarks: App mailed to PTO 2/02/95; filed 2/02/95, Application Number/Filing 74/629078 02-Feb-1995 16-Apr-1996 Number/Date Date Registration Renewal First Use 1968103 16-Apr-2006 25-Sep-1994 Page: 47/5

PTO 12/4/95, Registration madvertently

issued; we mailed surrender of certificate to

PTO 6/26/96; 7/3/96 PTO sends a letter to

and request for us to return certificate; We

mailed 8/2/96 letter of explanation to PTO

with copy of our 6/26/96 letter

Mr. Elgison re: inaulvert issue of certificale

Request for Withdrawal of App (pursuant to letter agreement with Chik-fil-a) mailed to

Goods: Prepared chicken for consumption on and off the premises (Infl 29); Coffee and tea for consumption on and off the premises (Int'l 30); Soft drinks for consumption on and off the premises (Int'l 32); Restaurant services (Int'l 42)

Wednesday, July 28, 1999 Trademark Name Trademark Name Client Number The First Choice for fried chicken for consumption on and off the premises (Int'l 39); Soft drinks for consumption on and off the premises (Int'l 32)	Trademark List Matter Client Number (REN 18277 178838 Owner Mrs. Winner's, L.P. for consumption on and off the lea for consumption on and of the lea for consumption on and	Attorneys JEW	Status T Registered	Application Number/Filing 74/629079 02-Feb-1995	Registration Number/Date 2003969 01-Oct-1996
Country: United States of America Classes: Int'l 29, 30, 32	18277 178838 Owner Mrs. Winner's, L.P.		Registered	74/629079 02-Feb-1995	2003969 01-Oct-1
Goods: Prepared bone-in fried chicken premises (Int'l 29); Coffee and the premises (Int'l 30); Soft dri the premises (Int'l 32)	for consumption on and off the lea for consumption on and off the lea for consumption on and off the least of	T e			
THE FIRST CHOICE TON I NIED CHICKEN	18277 178819 Owner Mrs. Winner's, L.P.	JEW	Registered	74/617125 03-Jan-1995	1974739 21-May-1996
Country: United States of America Classes: Int'l 42	()WILLI. WIIS. (TAILBUS S)		Remarks	App mailed to PTO 1/03/95; filed 1/03/95; published for opposition 7/25/95	(O 1/03/95; fosition 7/25/
Goods: Restaurant services	R AMERICA				
Country: United States of America	18277 178840 Owner Mrs. Winner's, L.P.	JEW P	Registered	d 531368	1367166 22-Oct-1985

Goods: Restaurant services

WINNER'S CORPORATION & Design Country United States of America Classes: Int'l 42	WINNER'S Country United States of America Classes: Int'l 42 Goods: Restaurant services	Wednesday, July 28, 1999 Trademark Name
18277 178843 Owner: Mrs Winner's, L.P.	18277 178842 Owner Mrs. Winner's, L.P.	Trademark List Matter Client Number
43 JEW	2 JEW L.P	T Attorneys
Registered Remarks:	Registered	Api Status No
73/418541	75/009197 2J-Oci-1995	Application Number/Filing
(298195 25-Scp-1984	2246319 18-May-1999	Registration Number/Date
25-Sep-2004 06-May-1982	18-May-2009 07-Apr-1997	Page: 1917 Renewal First Use Date Date

Goods: Restaurant services

	-		; ;	11		i i	Page: 14/8	#\8
Friday, July 30, 1999	I rademark List	LK LIST				! -	-	1
Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
			-					
WINNER'S INTERNATIONAL		! ! 		1		:		man and the second
	18277	178854	JEW	Pending	75/621233			
Country United States of America	Owner: Winner's Franchise Services LLC	r's Franchise S	ervices LLC		14-Jan-1999			
Classes: 42				Remarks: ITU to	TTU to PTO 1/14/99			
Goode Recializad services								
WINNER'S INTERNATIONAL & Design	3							
	18277	182618	JEW	Unfiled				
Country: United States of America	Owner Winner's Franchise Services LLC	r's Franchise (Senices LLC					
Classes: 42								
WINNER'S ROTISSERIE		 				2002250	7 (2)	O D D 1001
	18277	178844	JEW	Registered		2002350	74-2ep-2000	24-5ep-2006 01-001-1991
Country: United States of America	Owner Mrs. Wuner's, L.P.	Wuner's, L.P.			01-Mar-1995	24-Sep-1996		

Country: United States of America Classes: Int'l 29

Goods: Cooked chicken for consumption on and off the premises

WINNING OPPORTUNITIES WORLDWIDE Country: United States of America Over Classes: 35	WINNER'S SPINNERS Country: United States of America Classes: In'l 29 Goods: Chicken	Wednesday, July 28, 1999 Trademark Name
)WIDE 18277 178851 Owner: Mrs. Winner's, L.P.	18277 178845 Owner: Mrs. Winner's, L.P.	Trademark List Mater Client Number
178851 Winner's, L.P	178845 Vianter's, L.P.	rk List Mater Number
JEW	EW	Altorneys
Published Remarks	Registered	Status
[06-May-1994	10
75/474566 27-Apr-1998 27-Apr-1998 Drafled; mailed to PTO 4/27/98; 5/19 status check - has been approved for publication.	04-Jun-1996	Registration Number/Date
/19/99 - or		Page: 24 /5 Renewal Firs Date Date 04-Jun-2006 01-
		Page: 24 /5 Renewal First Use Date Date 04-jun-2006 01-May-1994

SCHEDULE 1

TRADEMARK NAME	REGISTRATION/	REGISTRATION/
BECAUSE YOU'VE GOT A TASTE	APPLICATION NO.	FILING DATE
FOR HOMEMADE	1,283,776	6/26/84
BIGGER, BETTER, CHEAPER	1,831,476	4/10/04
CHICKEN	1,031,470	4/19/94
FOOD WITHIN ARM'S REACH	75/493889	6/1/98
FOOD WITHIN YOUR REACH	75/493889	6/1/98
GOOD COOKING IN NO TIME	1,516,016	12/6/88
MRS. WINNER'S SOUTHERN CAFÉ	1,499,998	8/9/88
& Design	1,499,990	8/9/88
MRS. WINNER'S	1,172,464	10/6/81
MRS. WINNER'S	1,174,630	10/0/81
MRS. WINNER'S (Stylized)	· • · · · · · · · · · · · · · · · · · ·	
MRS. WINNER'S (Stylized)	1,170,697	9/22/81
	1,170,698	9/22/81
MRS. WINNER'S (Stylized)	1,183,130	12/22/81
MRS. WINNER'S (Stylized)	1,346,513	7/2/85
MRS. WINNER'S CATERING	1,305,501	11/13/84
(Stylized) MRS. WINNER'S SOUTHERN	1 400 021	0/0/00
STYLE	1,498,821	8/2/88
MRS. WINNER'S SUPER	1 (90 101	5/06/00
CINNAMON SWIRL (Stylized)	1,689,191	5/26/92
MRS. WINNER'S SUPER	1 240 270	7/0/05
CINNAMON SWIRLS	1,348,378	7/9/85
MRS. WINNERS (Stylized)	1 102 120	12/22/01
SHE'S REALLY COOKIN' NOW	1,183,129	12/22/81
SOUTHERN ORIGINALS	2,160,835	12/26/98
SUPER CINNAMON SWIRLS	1,515,605	12/6/88
(Stylized)	1,358,659	9/3/85
TEABIRD	1,797,192	10/5/02
THE 1 ST CHOICE FOR FRIED	+ - · ·	10/5/93
CHICKEN	2003,970	10/1/96
THE FIRST CHOICE FOR FRIED	2.002.060	10/1/06
CHICKEN	2,003,969	10/1/96
THE FIRST CHOICE FOR FRIED	1 074 720	5/01/06
CHICKEN	1,974,739	5/21/96
THE TASTE THAT'S WINNING	1 267 166	10/22/95
OVER AMERICA	1,367,166	10/22/85
WINNER'S	2 246 210	5/19/00
WINNER'S CORPORATION &	2,246,319	5/18/99
Design	1,298,195	9/25/84

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WINNER'S INTERNATIONAL	75/621233	1/14/99	
WINNER'S ROTISSERIE	2,002,350	9/24/96	
WINNER'S SPINNERS	1,978,796	6/4/96	
WINNING OPPORTUNITIES	75/474566	4/27/98	
WORLDWIDE			

SCHEDULE 2

TRADEMARK NAME	REGISTRATION/ APPLICATION NO.	REGISTRATION/ FILING DATE
Building Design	1,345,232	6/25/85
CRISPY PLUS	1,690,361	6/2/92
FAMOUS RECIPE	974,710	12/11/73
FAMOUS RECIPE	1,013,215	6/10/75
GOLDEN HERB	1,941,590	12/12/95
LEE'S FAMOUS RECIPE	1,311,285	12/25/84
SO GOOD IT'S GOT TO BE LEE'S	1,933,845	11/7/95

RECORDED: 06/07/2000

Atlanta-1677798 v1